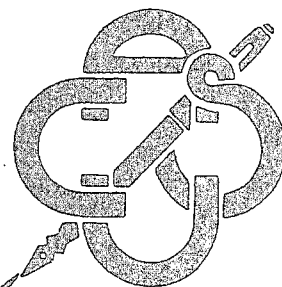


**Concordia
University
Students'
Association inc**

**Association des
Etudiants et Etudiantes
de l'Université
Concordia inc**



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**Minutes of the
Special Board of Directors meeting
held on Wednesday, March 11, 1992 at 10 a.m.
at the Fidelli Lounge**

Call to Order

Roll Call

Roll Call is recorded by the Secretary.

Chairperson's Remarks

The chair reads a letter found in the Globe and Mail of Tuesday, March 10, 1992, which pertains to the Board of Directors of a corporation being the ultimate guardians of a companies integrity.
(applauds)

Approval of the Agenda

Seconded by S. Desjardins
Passes unanimously.

Business

The Chair states that the first item of business is business with motion attached.

Moved by M. Spowart

Seconded by F. Pathyil

M. Spowart makes a point of order. He asks the chair if this is the correct time to fill in the blanks. The chair states that this can be done at any point during the deliberations.

The chair adds that he must rule this motion out of order as it is illegal and highly dangerous to the Association.

N. Kaminaris challenges the chair.

M. Spowart seconds the challenge.

The chair states that this challenge is not debatable nor amendable.

Motion to support the chair's decision

1/0/10

The chair corrects himself.

1/10/0

The chair's ruling is not supported.

M. Spowart states that this motion is constitutional as it is supported by Articles 5.1, 6.1.2, 14, 15, 16 of the CUSA Constitution. Legal counsel has been sought by himself, and, he believes, by K. Schacter as well. In addition, the CUSA lawyer himself stated at the last meeting that this motion was constitutional. M. Spowart now fills in the blanks. For the Arts and Science seats, S. Desjardins and M. Spowart. For the Commerce seat, K. Schacter. For an Engineering seat, D. Dichmann. No fill in the blank for the Fine Arts seat. Also fill in the blanks are, the signing officers for the Association, K. Schacter and S. Desjardins

N. Kaminaris asks for a point of clarification as the motion states the signing officers are for the Council of Directors and not for the Association. He makes a friendly amendment changing this part of the motion to read signing officers of the Association.

M. Spowart states the room will be H-639-2.

J. Ross states that this motion is problematic. He questions the effort needed to sustain this motion. Taking away the powers of

Eleanor and Charlene does not address the problems with the election. This Board is responsible for any problems with the election as it is this Board that ratified the CRO. Disempowering the Co-presidents and the Finance Committee and the administration generally in favour of empowering five, or four, members of this Council does not address the real problems at hand. Having no Fine Arts representative, in his interpretation, makes this motion illegal. The present administration has been a responsible one and should not be interfered with by this motion. Also, this motion has no time limits and it should establish one.

N. Kaminaris states he has a special interest in this. He must deal with the new CUSA Co-presidents as he is CASA president. He has difficulty with this motion as he could see it happening to himself if he did something wrong. He has problems with much of what is happening as he knows to what extent he should get involved. He states that he will abstain from voting on this motion. Although this Board seems to have an interest with this motion, there seems there has been some wrongs in the recent CUSA election. Having Charlene Nero as Co-president right now could possibly hold a conflict of interest. This motion will be a sort of safeguard to ensure that things go fairly. This is to make sure that no decisions between Board meetings are made by the Co-presidents but are made by this Council representing the interests of this Board. This he has advocated since October.

N. Kaminaris moves an amendment to be placed at the end of the last be it further resolved and it shall read as follows: Be it Further resolved that the activities of this Council be reported to the Board of Directors at each regularly scheduled meeting.

N. Kaminaris states that this Council must be responsible to the Board. He requests that this Council help and confer with the Co-presidents when making decisions.

M. Spowart states that this amendment is friendly.

M. Tisseur nominates M. Spowart to the Council and mistakenly to the Arts and Science Faculty Council.

The chair asks H. Farias to uphold decorum.

The chair asks for a roll call.

Present are:

Arts and Science

S. Desjardins

The chair bangs his gavel so as to gain order.

He states to H. Farias that he may not be an observer and is considered a Director who is present if in the room.

Decorum is lost for many minutes.

The chair calls for roll call to continue.

Present are:

Arts and Science

J. Ross

M. Spowart

Commerce and Administration

R. Chabot

J. Elenakis

J. Kalman

N. Kaminaris

K. Schacter

M. Tisseur

Engineering

Frank Pathyil

Dave Dichmann

M. Tisseur states that five people are taking power from 2 people. He points out that there are no Board members from Fine Arts and none can therefore take their seat on the Council. He is corrected and recognises one member is from Fine arts. He states that the motion as written does not require a member from Fine Arts.

K. Schacter states that the intent of the Board is to safeguard the interests of students in the event that the CRO's report fails and should not be interpreted as a judgement on the Co-presidents and the performance of their duties.

M. Spowart states that the motion simply delegates the Co-presidents' powers between meetings as per Article 15 to the Council of Directors. If they ran only to make decisions between Board meetings, that is not a good reason to run for Co-president. He states that they will continue to run the day-to-day operations of the association but not the day-to-day operations of this Board.

M. Spowart amends the motion so that after the BIRT after 1, 2, 3, 4, 5 the words hiring and firing are removed. He adds that this motion does not take away any powers of the Finance Committee.

N. Kaminaris makes a point of order. He would like to know if Mr Farias is sitting in this room as a Director or as a student. The Chair rules that H. Farias is sitting as a student but cannot, as a student, make a point of order.

M. Spowart states that this motion does not in any way extend the mandate of the members of this Board. As per Article 5.2.4 and 17.7.1 of the Constitution, if the new members of the Board come to power after a general assembly meeting of some sort with a CRO's report and everything, then this Council of Directors is disbanded. The worry is what if there is no one running this Association after April 1st for lack of a CRO's report, for lack of a general assembly, for lack of elections being officially held, we owe it to this Association that it keeps operating. Once there is a new Board of Directors, this Council ceases to exist.

D. Dichmann states that he has read the motion and feels the intent of it is to give the powers of the Board to the Council between Board meetings. We have had students concerned about the fact that an incumbent Co-president has run for re-election and there is some discrepancies in the election, if you will. This is to give students a feeling that we are in control.

J. Ross states that this type of committee was suggested at an earlier meeting. He raised reservations then. He suggests that his committee should be larger in order to be better representative. This committee lacks a mandate and has the right to make many decisions. This motion allows for too much interpretation of the

powers. He suggests the this Board investigates the election. He adds that this Board must ensure a tranfer of power on April 1. F. Pathyil points out that only the Judicial Board may do this. J. Ross also suggests that this committee should lose its mandate on April 1. M. Tisseur suggests that any amendment should include a stipulation whereby the new Board of Directors may also set up such a Council in case there are questions about the Co-presidents. J. Ross refuses to impose such rules upon a new Board. F. Pathyil suggests that this Board mandate a new Board to call an election. N. Kaminaris points out that only the Judicial Board may do that.

M. Spowart makes a point of order. When one has finished their speaking time and the floor has not been given to another, is the floor not open to make a motion. The chair states that as their is a motion on the floor, no new motions may be made except for certain privileged motions.

M. Spowart states that he has a motion to limit speakers to three minutes each. He so moves it.

M. Spowart requests that the chair strike H. Farias' name from the speakers list and to be added only at the end of the list. H. Farias states that his rights are being infringed upon. M. Spowart states that to limit debate is a subsidiary motion to the main motion. The chair demands order. The chair grants a 3 minute recess. He rules the motion valid and requests a seconder. The chair states this is an undebatable motion and requires a two-thirds majority to adopt.

Vote on motion to limit debate:

10/2/0 carried

H. Farias makes a point of personal privilege. He states that if speaking rights are an equal right of all, then this motion discriminates against any Director, including himself, who has not yet spoken. The chair rules that this is not going to be done as parliamentary procedure has been followed and any intervention is limited to three minutes.

The chair states the time is 12:10

H. Farias states that there are 20 members to this Board. The present Board is therefore unconstitutional at this time. If a Council of Directors is to be established, we must seriously consider how long they may remain in office as a line could be crossed passed which it interferes with the mandate of the new Board. Without an investigation of the election, we are only referring to the Annual General Meeting whereby those present voted not to accept the CRO's report. What is the effect of this vote. Does this mean that this Board has the right to extend its mandate. Only the Judicial Board may rule on this matter, not this Board. Even if there were to be a new election, this Council of Directors could not legally take office as mandated by this Board. This motion is therefore unconstitutional.

M. Tisseur calls the question.

R. Chabot seconds this motion.

The chair points out this requires a two-thirds vote.

A vote is taken but no results are announced.

A security guard has entered the room and the chair points out to him that a lot has been going on. The security guard requests the presence of the chair outside of the room.

Chair enters the room and requests a recount on the last vote.

Recount vote on motion to call the question:

8/2/1 Carried

Vote on main motion as amended.

9/1/1 Carried

N. Kaminaris moves to adjourn

K. Schacter seconds the motion.

No objections to adjournment.

Meeting is adjourned.

Jarno Makkonen,
Chairperson

H. Danakas
Helen Danakas,
Secretary